

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W.R. Grace & Co., *et al.*,¹) Case No. 01-01139 (JKF)
) (Jointly Administered)
)
Debtors)

Objection Deadline: *March 25, 2014*

**SUMMARY APPLICATION OF KAYESCHOLER LLP FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES
AS SPECIAL COUNSEL FOR INTELLECTUAL PROPERTY FOR W.R. GRACE & CO.,
ET AL.,
THROUGH THE MONTHLY PERIOD OF January 31, 2014**

Name of Applicant: Kaye Scholer LLP

Authorized to Provide Professional Services to: W. R. Grace & Co., et al., Debtors and
Debtors-in-Possession

Date of Retention as Special Counsel for Intellectual Property: Retention Order entered April 7, 2010

Period for which compensation and reimbursement is sought: January 1, 2014- January 31, 2014

Amount of Compensation sought as actual, reasonable and necessary: \$9,984.87

Amount of Expense Reimbursement sought: \$0.00

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville, Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-g II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc., (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation Gracoal, Inc., Gracoal II, Inc., Guantica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc., (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc., Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc., (f/k/a Nestor-BNA, Inc.), MRA Staffing System, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Applicant Kaye Scholer LLP submits this application for fees and expenses for the month of January 2014. This is the first application for compensation for services that has been filed with the Bankruptcy Court by Kaye Scholer LLP for the 2014 calendar year. Previously, Kaye Scholer was appointed Ordinary Course Professional. On April 7, 2010, based on a motion made by Debtor on February 11, 2010, the Bankruptcy Court entered an order authorizing Kaye Scholer LLP to provide further services to Debtor as Special Counsel for Intellectual Property.

The monthly applications previously filed by Kaye Scholer LLP are shown in the following table:

Period Covered	Date Filed	Requested Fees	Requested Disbursements
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During this fee period, Kaye Scholer LLP provided intellectual property services in connection with various matters, which are detailed in the attached fee schedules for the matters, and a procedural matter relating to preparation of petitions for submission to this court.

The Kaye Scholer professional who rendered the legal services during the fee period is:

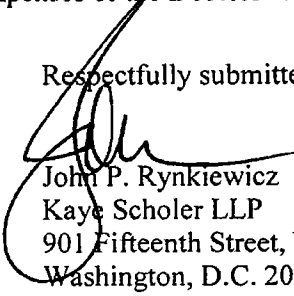
Name of Professional	Position with the Applicant	Year Admitted to Bar	Department	Hourly Billing Rate	Total Billed Hours	Total Fees Generated
John P. Rynkiewicz	Counsel	1981	Intellectual Property	\$587.00	17.01	\$9,984.87

Total Fees: \$9,984.87

WHEREFORE, Applicant respectfully requests (a) that an allowance be made to it, as fully described above, for (i) 80% of the amount of \$9,984.87 for reasonable and necessary professional services Applicant has rendered to the Debtors during the Fee period (January 1, 2014-January 31, 2014), and (b) that the fees are payable as administrative expenses of the Debtors' estates.

Dated: February 24, 2014

Respectfully submitted


 John P. Rynkiewicz
 Kaye Scholer LLP
 901 Fifteenth Street, N.W.
 Washington, D.C. 20005
 (202) 682-3671
 jrynkiewicz@kayescholer.com



The McPherson Building
901 Fifteenth Street, N.W.
Washington, D.C. 20005-2327
202.682.3500
www.kayescholer.com
Fed. Identification No. 13-1672623

TO: W.R. Grace & Co.-Conn.
7500 Grace Drive
Columbia, Maryland 21044
Attn: Robert A. Maggio, Chief Patent Counsel

February 21, 2014

RE: Davison Silica
Our File Number: 63812/3001
Client Reference: 100074

Invoice#: 763044

PAGE: 1

INVOICE FOR PROFESSIONAL SERVICES RENDERED THROUGH 01/31/2014

	<u>Hours</u>
01/21/2014 Rynkiewicz, John P Review Grace email re HyPrep and HyPur; review Grace website re chromatography; review nature of flash chrom. goods.	0.58
Total Hours.....	0.58
Fees through 01/31/2014.....	\$340.46

-----TIME AND FEE SUMMARY-----

	Rate	Hours	Fees
Rynkiewicz, John P	\$587.00	0.58	\$340.46
Fees through 01/31/2014.....		0.58	\$340.46

-----OUTSTANDING BALANCE-----

Invoice#	Date	Amount
623151	01/28/2010	\$208.25
628646	03/31/2010	75.98
628647	03/31/2010	113.40
637201	06/30/2010	476.65
639773	07/28/2010	113.40
643962	09/09/2010	311.85
647696	10/18/2010	161.03
650356	11/04/2010	161.03
672314	06/27/2011	311.85
678876	08/31/2011	85.05

KAYE | SCHOLER_{LLP}

TO: W.R. Grace & Co.-Conn.

February 21, 2014

RE: Davison Silica

Invoice#: 763044

Our File Number: 63812/3001

Client Reference: 100074

PAGE: 2

Invoice#	Date	Amount
682914	10/13/2011	170.10
685376	11/07/2011	198.45
692942	01/31/2012	453.60
699313	04/11/2012	146.75
Prior Balance Due.....		<u>\$2,987.39</u>
Fees this Invoice.....		<u>\$340.46</u>
Total Due this Invoice.....		<u>\$340.46</u>
Prior Balance Due (from above).....		<u>2,987.39</u>
TOTAL DUE.....		<u>\$3,327.85</u>

Please remit payment within thirty (30) days.

 IF PAYMENT HAS ALREADY BEEN MADE, PLEASE DISREGARD OUTSTANDING AMOUNT(S).



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Newark, New Jersey 07101-8138

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153 East 53rd Street
New York, New York 10022
Attention: Marsha Burnett
Telephone: 212.559.3787

ABA Routing Number: 021000089
Bank Identification Code/SWIFT Code: CITIUS33
Account Name: Kaye Scholer LLP
Account Number: 9981494431

RE: W.R. Grace Trademarks
Our File Number: 63812/3001
Invoice Number: 763044
Total Amount Due: \$3,327.85

Where applicable, please include our file number(s) or invoice number(s).

Thank you for your payment.



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TO: W.R. Grace & Co.-Conn
Legal Department
7500 Grace Drive
Columbia, Maryland 21044
Attn: Robert A. Maggio, Esq.

February 21, 2014

RE: Special Counsel
Our File Number: 63812/0108
Client Reference: 100071

Invoice#: 763046

PAGE: 1

INVOICE FOR PROFESSIONAL SERVICES RENDERED THROUGH 01/31/2014

	<u>Hours</u>
01/07/2014 Rynkiewicz, John P Revise and work on quarterly fee Applic for court.	0.75
01/29/2014 Rynkiewicz, John P Review bills, fee application for court; send monthly bills to Pachulsky; revise quarterly fee Affidavit.	1.50
01/29/2014 Rynkiewicz, John P Review court document in Grace bankruptcy proceedings/issues.	1.00
Total Hours.....	3.25
Fees through 01/31/2014.....	\$1,907.75

-----TIME AND FEE SUMMARY-----

	Rate	Hours	Fees
Rynkiewicz, John P	\$587.00	3.25	\$1,907.75
Fees through 01/31/2014.....		3.25	\$1,907.75

-----OUTSTANDING BALANCE-----

Invoice#	Date	Amount
628642	03/31/2010	\$484.20
637196	06/30/2010	1,008.17
643961	09/09/2010	321.37
647689	10/18/2010	217.65
650341	11/04/2010	180.31
654089	12/10/2010	528.44



TO: W.R. Grace & Co.-Conn

February 21, 2014

RE: Special Counsel

Invoice#: 763046

Our File Number: 63812/0108

Client Reference: 100071

PAGE: 2

Invoice#	Date	Amount
660967	02/28/2011	94.12
664052	03/31/2011	75.98
666741	04/30/2011	189.38
669561	05/31/2011	122.47
672310	06/27/2011	131.54
674222	07/15/2011	56.70
678870	08/31/2011	65.77
681374	09/29/2011	104.33
682895	10/13/2011	47.63
685365	11/07/2011	65.77
688460	12/12/2011	95.26
692932	02/02/2012	161.03
693784	02/08/2012	38.74
697372	03/19/2012	245.37
699312	04/11/2012	58.70
704036	05/31/2012	78.66
705642	06/18/2012	88.05
710015	07/31/2012	126.69
710886	08/09/2012	106.83
713793	09/14/2012	137.36
716235	10/08/2012	205.45
720486	11/13/2012	88.05
722819	12/10/2012	117.40
728712	02/13/2013	695.00
731957	03/25/2013	97.44
734501	04/16/2013	97.44
737557	05/13/2013	136.14

IF PAYMENT HAS ALREADY BEEN MADE, PLEASE DISREGARD OUTSTANDING AMOUNT(S).

KAYE | SCHOLER_{LLP}

TO: W.R. Grace & Co.-Conn

February 21, 2014

RE: Special Counsel**Invoice#:** 763046**Our File Number:** 63812/0108**Client Reference:** 100071**PAGE:** 3

Invoice#	Date	Amount
739839	06/14/2013	234.80
743725	07/31/2013	196.06
746119	08/27/2013	253.88
747548	09/11/2013	333.41
754411	11/15/2013	974.42
754412	11/15/2013	1,220.96
757587	12/20/2013	639.83
760911	01/24/2014	1,807.96
Prior Balance Due.....		<u>\$11,928.76</u>
Fees this Invoice.....		<u>\$1,907.75</u>
Total Due this Invoice.....		<u>\$1,907.75</u>
Prior Balance Due (from above).....		<u>11,928.76</u>
TOTAL DUE.....		<u>\$13,836.51</u>

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153 East 53rd Street
New York, New York 10022
Attention: Marsha Burnett
Telephone: 212.559.3787

ABA Routing Number: 021000089
Bank Identification Code/SWIFT Code: CITIUS33
Account Name: Kaye Scholer LLP
Account Number: 9981494431

RE: W.R. Grace Trademarks
Our File Number: 63812/0108
Invoice Number: 763046
Total Amount Due: \$13,836.51

Where applicable, please include our file number(s) or invoice number(s).

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KAYE | SCHOLER LLP

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TO: W.R. Grace & Co.-Conn.
 7500 Grace Drive
 Columbia, Maryland 21044
 Attn: Robert A. Maggio, Chief Patent Counsel

February 21, 2014

RE: Davison Polyolefins
 Our File Number: 63812/3003
 Client Reference: 100076

Invoice#: 763039

PAGE: 1

INVOICE FOR PROFESSIONAL SERVICES RENDERED THROUGH 01/31/2014

	<u>Hours</u>
01/27/2014 Rynkiewicz, John P	0.17
Emails, review client request for VIP, VIP-R preliminary search; confirm.	
Total Hours.....	0.17
Fees through 01/31/2014.....	\$99.79

-----TIME AND FEE SUMMARY-----

	Rate	Hours	Fees
Rynkiewicz, John P	\$587.00	0.17	\$99.79
Fees through 01/31/2014.....		0.17	\$99.79

-----OUTSTANDING BALANCE-----

Invoice#	Date	Amount
647697	10/18/2010	\$47.63
697378	03/19/2012	38.74
716237	10/08/2012	420.29
747551	09/11/2013	370.99
754416	11/15/2013	7,777.75
Prior Balance Due.....		\$8,655.40

KAYE | SCHOLER_{LLP}

TO: W.R. Grace & Co.-Conn.

February 21, 2014

RE: Davison Polyolefins

Invoice#: 763039

Our File Number: 63812/3003

Client Reference: 100076

PAGE: 2

Fees this Invoice.....	\$99.79
Total Due this Invoice.....	\$99.79
Prior Balance Due (from above).....	8,655.40
TOTAL DUE.....	\$8,755.19

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Telephone: 212.559.3787

ABA Routing Number: 021000089
Bank Identification Code/SWIFT Code: CITIUS33
Account Name: Kaye Scholer LLP
Account Number: 9981494431

RE: W.R. Grace Trademarks
Our File Number: 63812/3003
Invoice Number: 763039
Total Amount Due: \$8,755.19

Where applicable, please include our file number(s) or invoice number(s).

Thank you for your payment.



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TO: W.R. Grace & Co-Conn.
7500 Grace Drive
Columbia, Maryland 21004
Attn: Robert A. Maggio, Chief Patent Counsel

February 21, 2014

RE: General
Our File Number: 63812/0001
Client Reference: 100062

Invoice#: 763049

PAGE: 1

INVOICE FOR PROFESSIONAL SERVICES RENDERED THROUGH 01/31/2014

	<u>Hours</u>
01/02/2014 Rynkiewicz, John P Grace overview of Trademark matters, outstanding issues; review uses of GRACE DAVISON on website and review USPTO regs re same.	1.83
01/10/2014 Rynkiewicz, John P Emails, review re new searches.	0.17
01/16/2014 Rynkiewicz, John P Review R. Maggio email and draft logo use agreement from SCS; review two sample prior grace agreements; advise Grace and mark-up and red line SCS draft agreement; discuss issues of concern.	1.00
01/17/2014 Rynkiewicz, John P Emails; conduct preliminary screening USPTO search for TALENT/TECHNOLOGY/TRUST; assemble marks of concern; prepare initial clearance opinion and discuss 13 third party retrieved marks; recommend full search.	1.92
01/23/2014 Rynkiewicz, John P Calls, review SCS logo use agreement issues.	0.50
01/27/2014 Rynkiewicz, John P Emails, phone call and research regarding preliminary screening searches for HyPrep and HyPur chromatography marks. conduct two USPTO searches for both marks; follow-up current use investigations for both marks and multiple third party users; prepare report and send to client re same.	3.42
01/27/2014 Rynkiewicz, John P Review Grace emails re Grace SCS logo agreement, call with T. Hunter re same; draft and revise multiple Agreement drafts; review multiple marks to be added; check on SYLOBLOC; address Grace prior review of samples issues and send final revised draft agreement.	1.42
01/28/2014 Rynkiewicz, John P Conf call with B. Artale and T. Hunter regarding HyPrep and HyPur marks; review prior summaries and prepare for call.	0.50

KAYE | SCHOLER_{LLP}

TO: W.R. Grace & Co-Conn.

February 21, 2014

RE: General

Invoice#: 763049

Our File Number: 63812/0001

Client Reference: 100062

PAGE: 2

01/30/2014	Rynkiewicz, John P	0.75
	Phone calls and emails to/from T. Hunter re PURIDIGM search; review search package for prior West Law search from Grace; review records; outline preliminary search inquiry; brief review of some USPTO records for PURI.	
01/31/2014	Rynkiewicz, John P	0.17
	Emails, call re halt PURIDIGM search; halt work and confirm with Grace.	
01/31/2014	Rynkiewicz, John P	1.33
	Search USPTO; review third party GRACE filings.	
	Total Hours.....	13.01
	Fees through 01/31/2014.....	\$7,636.87

-----TIME AND FEE SUMMARY-----

	Rate	Hours	Fees
Rynkiewicz, John P	\$587.00	13.01	\$7,636.87
Fees through 01/31/2014.....		13.01	\$7,636.87

-----OUTSTANDING BALANCE-----

Invoice#	Date	Amount
628636	03/31/2010	\$440.43
628637	03/31/2010	1,690.79
637193	06/30/2010	3,978.07
639770	07/28/2010	813.08
641101	08/10/2010	3,477.98
643967	09/09/2010	1,171.42
647685	10/18/2010	472.96
650334	11/04/2010	350.44
654086	12/10/2010	303.06
657770	01/19/2011	349.39
660963	02/28/2011	368.75
664046	03/31/2011	1,369.87
666733	04/30/2011	1,256.53



TO: W.R. Grace & Co-Conn.

February 21, 2014

RE: General

Invoice#: 763049

Our File Number: 63812/0001

Client Reference: 100062

PAGE: 3

Invoice#	Date	Amount
669550	05/31/2011	595.35
672317	06/27/2011	519.43
674217	07/15/2011	1,926.66
678864	08/31/2011	775.92
681371	09/29/2011	859.57
682892	10/13/2011	407.11
685356	11/07/2011	462.73
688457	12/12/2011	1,342.66
692924	02/02/2012	1,587.66
693780	02/08/2012	1,242.09
697370	03/19/2012	528.30
699311	04/11/2012	478.99
705645	06/18/2012	302.89
710014	07/31/2012	117.50
710887	08/09/2012	225.41
713798	09/14/2012	253.58
716233	10/08/2012	282.93
720485	11/13/2012	176.10
722803	12/10/2012	372.16
728711	02/13/2013	685.61
731956	03/25/2013	284.11
734500	04/16/2013	234.80
737555	05/13/2013	273.58
739834	06/14/2013	333.42
743721	07/31/2013	498.95
747545	09/11/2013	282.93
754409	11/15/2013	2,442.22

IF PAYMENT HAS ALREADY BEEN MADE, PLEASE DISREGARD OUTSTANDING AMOUNT(S).

KAYE | SCHOLER_{LLP}

TO: W.R. Grace & Co-Conn.

February 21, 2014

RE: General

Invoice#: 763049

Our File Number: 63812/0001

Client Reference: 100062

PAGE: 4

Invoice#	Date	Amount
754410	11/15/2013	833.54
757588	12/20/2013	1,127.04
760908	01/24/2014	1,074.51
Prior Balance Due.....		<u>\$36,570.52</u>
Fees this Invoice.....		<u>\$7,636.87</u>
Total Due this Invoice.....		<u>\$7,636.87</u>
Prior Balance Due (from above).....		<u>36,570.52</u>
TOTAL DUE.....		<u>\$44,207.39</u>

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Attention: Marsha Burnett
Telephone: 212.559.3787

ABA Routing Number: 021000089
Bank Identification Code/SWIFT Code: CITIUS33
Account Name: Kaye Scholer LLP
Account Number: 9981494431

RE: W.R. Grace Trademarks
Our File Number: 63812/0001
Invoice Number: 763049
Total Amount Due: \$44,207.39

Where applicable, please include our file number(s) or invoice number(s).

Thank you for your payment.